

FIRM / AFFILIATE OFFICES

Abu Dhabi	Milan
Barcelona	Moscow
Beijing	Munich
Boston	New Jersey
Brussels	New York
Chicago	Orange County
Doha	Paris
Dubai	Riyadh
Düsseldorf	Rome
Frankfurt	San Diego
Hamburg	San Francisco
Hong Kong	Shanghai
Houston	Silicon Valley
London	Singapore
Los Angeles	Tokyo
Madrid	Washington, D.C.

LATHAM & WATKINS LLP

September 19, 2014

VIA ECFS

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: Supplemental Response of Time Warner Cable Inc. to the Commission's Information and Data Request, *Applications of Comcast Corp. and Time Warner Cable Inc. for Consent to Transfer Control of Licenses and Authorizations*, MB Docket No. 14-57

REDACTED FOR PUBLIC INSPECTION

Dear Ms. Dortch,

Time Warner Cable Inc. ("TWC" or the "Company") hereby submits its second supplement to its response filed on September 11, 2014, to the Commission's Information and Data Request, dated August 21, 2014 (the "Request"). Pursuant to the Joint Protective Order,¹ the contents of this supplemental response have been redacted for public inspection. A Highly Confidential version of this document production is being filed simultaneously under separate cover and will be made available for inspection pursuant to the terms of the Protective Order.

In addition, TWC hereby provides a revised version of Exhibit 4-1. Following submission of TWC's response on September 11, 2014, the Company realized that due to limitations in the work order history in the data source, information regarding connected and disconnected average monthly recurring revenues (i.e., the responses to specifications 4(e) and 4(g)) were not accurate for the months May 2011 through September 2011. Accurate data is not available for that period as to those two metrics. Consequently, the revised Exhibit 4-1 shows information for the period from May 2011 through September 2011 for specifications 4(e) and 4(g) as \$0.00.

¹ *Applications of Comcast Corp. and Time Warner Cable Inc. for Consent to Assign or Transfer Control of Licenses and Authorizations*, MB Docket No. 14-57, Joint Protective Order, 29 FCC Rcd. 2688 (Apr. 4, 2014).

LATHAM & WATKINS LLP

TWC is still preparing its responses to the following specifications and will provide a supplementary response as soon as possible: 21(c), 48, and 71.

Attached hereto, TWC forwards the responses of Bright House Networks LLC (“BHN”) to specifications 1, 2, 3, 4, 8, and 71. All responses submitted by BHN can be found on the CD labeled “Response of Bright House Networks.”

TWC has made diligent efforts to ensure that none of the documents it is submitting herewith are privileged under the attorney-client privilege or attorney work product doctrine. To the extent that any privileged documents may have been inadvertently produced, such production does not constitute a waiver of any applicable privilege. TWC requests that any privileged documents inadvertently produced be returned to TWC as soon as such inadvertent production is discovered by any party, and reserves all rights to seek the return of any such documents.

Please contact the undersigned should you have any questions.

Respectfully submitted,

/s/ Matthew A. Brill

Matthew A. Brill
of LATHAM & WATKINS LLP
Counsel for Time Warner Cable Inc.

Attachments

cc: Hillary Burchuk

**SUPPLEMENTAL RESPONSE OF TIME WARNER CABLE INC.
TO THE INFORMATION AND DATA REQUEST ISSUED TO
TIME WARNER CABLE INC. ON AUGUST 21, 2014 BY THE
FEDERAL COMMUNICATIONS COMMISSION**

SPECIFICATION 2(f)

Identify, as of December 31, 2009, December 31, 2010, December 31, 2011, December 31, 2012, December 31, 2013, and June 30, 2014, each cable system owned by, operated by, managed by, or attributed to the Company, and for each cable system identify the nature of the Company's interests, and state and identify the following:

(f) the internal Company names and codes that apply to the cable system;

Response to Specification 2(f):

Upon further review, TWC has determined that information responsive to this request is contained in Exhibit 2-1 as previously filed on September 11, 2014.

SPECIFICATION 4(k), 4(o), 4(p):

For each zip code identified in Request 2(e) and for the Company as a whole, separately for residential subscribers and other subscribers, and for each month for the period beginning January, 2009, to the present, state and produce in CSV or Excel format:

(k) the per-subscriber acquisition cost or cost per gross addition for standalone services and bundled services and an explanation of how these values were calculated;

(o) other variable costs per subscriber for standalone services and bundled services and an explanation of how these values were calculated; and

(p) the value of each additional subscriber to the Company for standalone services and bundled services and an explanation of how these values were calculated.

Response to Specification 4(k):

See Exhibit 4-6.

Response to Specification 4(o):

TWC has no information responsive to this request beyond what is being provided in Exhibit 4-6 is available.

Response to Specification 4(p):

See Exhibits 4-7 and 4-8.

In the first tab on the spreadsheet (titled “2011”), TWC provides 2011 data by quarter, by zip code, and for average and total customer lifetime value (“CLV”) under the Company’s original CLV methodology. In the second tab (titled “2012-2014”), TWC provides 2012-2014 data by quarter, by zip code, and for average and total CLV under the Company’s revised CLV methodology. In addition, TWC provides a PowerPoint presentation explaining both CLV methodologies and, in the last two pages, describing the differences between the two (note that the PowerPoint refers to the original methodology as the “legacy solution” and the revised methodology as the “new solution”).

SPECIFICATION 5(i)

Separately for (i) every zip code identified in 2(e), and (ii) every DMA for where the Company provides MVPD service, and separately for every subscription VOD service offered by the Company, for every month from January, 2009, to the present, state:

(i) the price of the service and a description of all discounts or promotions that were in effect.

Response to Specification 5(i):

See Exhibit 5-5.

TWC provides rate cards for TWC’s franchise areas from 2009-2014 for the PacWest and Northeast regions, from 2011-2014 for the Midwest region, and from 2012-2014 for the Carolinas, Texas, and NYC regions. TWC is not able to produce rate cards for the Company’s former East region (which encompassed the Carolinas and NYC regions) prior to 2012. Upon a diligent search of files, TWC has also determined that it is not able to produce rate cards for Texas prior to 2012 and for the Midwest prior to 2011.

TWC also provides available business class pricing guidelines for TWC’s regions from 2009-2014. These documents reflect national and regional-level pricing information for TWC’s commercial services. TWC notes that the format for these pricing guidelines has changed over the years.

Exhibit 5-5 also includes: (a) offer promotion calendars and offer activity information, by quarter, from January 2012 to April 2014, and (b) monthly offer and package performance data from February 2013 to April 2014.

SPECIFICATION 8(c), 8(d)

As of December 31, 2013, and June 30, 2014, and for each DMA, state and produce in CSV or Excel format:

(c) the number of Hispanic TV households, citing the source of this information and explaining how this number was calculated;

(d) the number of Hispanic households that subscribe to MVPD service, citing the source of this information and explaining how this number was calculated; and

Response to Specification 8(c):

See Exhibit 8-3. Data compiled by Nielsen in July 2013 and July 2014.

Response to Specification 8(d):

See Exhibit 8-3. Data compiled by Nielsen in July 2013 and July 2014.

SPECIFICATION 71

Provide the Company's data as specified in Attachment A, which seeks data relating: to active and potential business service addresses; internet traffic exchange and interconnection; subscriber and plan data; daily data on the capacity and use of IP points of presence; and, for Comcast, Charter and SpinCo after the consummation of the proposed divestiture transactions, monthly data for cable service on subscribers and locations served.

Response to Specification 71:

See Exhibit 71-1 for the requested data on Internet traffic exchange and interconnection. Note however that TWC does not maintain data on total inbound or outbound traffic, or on-net traffic. Inbound and outbound traffic can be approximated based on the utilization data provided. Such estimates should be constructed with base 10 calculations. TWC has provided the total revenue data requested, but does not maintain data on the breakdown of total revenue between recurring and non-recurring charges. [[

]]

Exhibit 4-1

REDACTED FOR PUBLIC INSPECTION

{{

REDACTED FOR PUBLIC INSPECTION

}}

Exhibit 4-6

REDACTED FOR PUBLIC INSPECTION

{{

REDACTED FOR PUBLIC INSPECTION

}}

Exhibit 4-7

REDACTED FOR PUBLIC INSPECTION

{{

REDACTED FOR PUBLIC INSPECTION

}}

Exhibit 4-8

REDACTED FOR PUBLIC INSPECTION

{{

REDACTED FOR PUBLIC INSPECTION

}}

Exhibit 5-5

REDACTED FOR PUBLIC INSPECTION

{{

REDACTED FOR PUBLIC INSPECTION

}}

Exhibit 8-3

REDACTED FOR PUBLIC INSPECTION

[[

REDACTED FOR PUBLIC INSPECTION

]]

Exhibit 71-1a

REDACTED FOR PUBLIC INSPECTION

{{

REDACTED FOR PUBLIC INSPECTION

}}

Exhibit 71-1b

REDACTED FOR PUBLIC INSPECTION

{{

REDACTED FOR PUBLIC INSPECTION

}}

Exhibit 71-1c

REDACTED FOR PUBLIC INSPECTION

{{

REDACTED FOR PUBLIC INSPECTION

}}

Exhibit 71-1d

REDACTED FOR PUBLIC INSPECTION

{{

REDACTED FOR PUBLIC INSPECTION

}}

Exhibit 71-1e

REDACTED FOR PUBLIC INSPECTION

{{

REDACTED FOR PUBLIC INSPECTION

}}

Exhibit 71-1f

REDACTED FOR PUBLIC INSPECTION

{{

REDACTED FOR PUBLIC INSPECTION

}}